

The Washington, D.C. Area TESOL Association

CONSTITUTION

Article I. Name and Purpose

Section 1. This organization shall be known as the Washington Area TESOL Association (WATESOL), an affiliate of TESOL (Teachers of English to Speakers of Other Languages).

Section 2. The purpose of this organization shall be: to promote excellence in English language teaching and learning through professional development, advocacy, and community building.

Section 3. This association is organized exclusively for educational purposes, including the making of distributions to an organization exempt from Federal income tax under Section 501 © (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law). All monies of the organization shall be disbursed in the support of the purposes of this organization and shall not be disbursed to any member of the organization for his or her own private gain. Monies may be disbursed only with the approval of the Executive Board and/or the majority of members in good standing at a business meeting.

Article II. Membership

Section 1. Anyone who is interested in the teaching of English to speakers of other languages is eligible for membership.

Section 2. There shall be the following classes of membership: Individual Member, Student Members and Life Member.

- a) Individual Members shall have all of the privileges of membership.
- b) Student Members shall enjoy all the privileges of membership and shall pay reduced dues. Student membership shall be granted to part-time and full-time students.
- c) Founding Life Members shall enjoy all the privileges of membership. Founding Life membership may be conferred by a majority vote of the Executive Board upon those members of WATESOL whom it wishes to recognize for their distinguished service.

Article III. Officers

Section 1. The officers of this organization shall be a President, a Vice President, a Recording Secretary, a Membership Secretary, and a Treasurer. All officers shall be elected by the membership.

Section 2. The President shall preside at all meetings, appoint such committees as the Executive Board authorize, and assume general responsibility for conducting the business of the Association.

Section 3. The Vice President shall be principally responsible for making all arrangements in connection with the programs to be held by the Association. In addition, s/he shall preside in the absence of the President and generally assist the President in the execution of business. S/he shall assume the position of the President, through a board vote, should the President be unable to fulfill his/her duties.

Section 4. The Recording Secretary is responsible for recording and distributing the minutes to the Executive Board meetings. S/he is also responsible for maintaining and digitally archiving the Association's files and records.

Section 5. The Membership Secretary shall maintain the online membership database and related lists of the organization.

Section 6. The Treasurer shall be responsible for the financial affairs of the organization, including collection of annual membership dues, payment of all bills, and preparation of financial reports including an annual budget to be approved by the board.

Section 7. The immediate past president shall serve as a liaison officer to TESOL to keep the Association and TESOL mutually informed and support the president in conducting the business of the organization. S/he shall also serve as the Chair of the Nominating Committee.

Section 8. Members-at-Large will be assigned responsibilities by the Board. These responsibilities will be reviewed annually. Members-at-Large include the immediate past president, the professional development co-chairs, SIG Liaison, the SIG co-chairs, the Newsletter Editor(s), Social Media Manager/Webmaster, appointed committee chairs, and group entity leaders.

Section 9: The Executive Board, consisting of the elected officers, along with the immediate past president, the professional development co-chairs, the advocacy and outreach chair, the SIG liaison, the SIG co-chairs, the Newsletter Editor(s), Social Media Manager/Webmaster, appointed committee chairs and group entity leaders, shall direct the work of the Association.

Section 10. All the officers and Members-at-Large of the Executive Board shall be members of TESOL (TESOL Bylaw XII, Section A, Paragraph 2), and of the Association. Members of all standing committees shall be members of the Association.

Article IV. Meetings

Section 1. Meetings of the Association shall be held at such times and at such places as the Executive Board decides. Those members in good standing present at the meeting shall constitute a quorum for voting purposes. In order for a motion to pass, two-thirds must be in agreement.

Section 2. Executive Board meetings are to be held at least five times annually. An orientation shall be held annually. All Board Members are expected to attend orientation and meetings.

Section 3. An annual business meeting shall be held each year in the fall. Board changeover will occur during the fall business meeting.

Article V. Elections

Section 1. Elected officers and members-at-large of the Executive Board (but not leaders of Other Group Entities), shall be nominated by a nominating committee and elected by electronic ballot. The leader of an Other Group Entity is to be elected by majority vote of the members of that OGE for a 2-year leadership role, which can be extended. The term of office for the Vice President shall be one year, after which the Vice President shall become President for one year. After this year, the President shall become Past-President for one year. Thus Vice President to President to Past President shall be a 3 year term in total. The Recording Secretary, Membership Secretary, and Treasurer shall be elected for two-year staggered terms. The Recording Secretary and Treasurer shall be elected in odd-numbered years and the Membership Secretary in even-numbered years. Members-at-large of the Executive Board shall each be elected to serve two-year staggered terms, one new member-at-large being elected each year. One professional development co-chair shall be elected each year, and the term of office shall be two years. The term of the office for the SIG liaison shall be two years. The SIG co-chairs shall each be elected to serve two-year staggered terms, one new chair being elected each year. The new officers shall begin their terms at the close of the annual business meeting.

Section 2. The nominating committee shall consist of the chairman and five other members. The chairman of the nominating committee shall be the Past President. The chair is responsible for sending out a general notice to the membership notifying all of available positions for the next year. The members of the nominating committee shall be elected by general electronic ballot. It shall be the function of this committee to prepare a slate for the following annual election. The slate shall consist of one or more nominations for each elective position except in the case of the nominating committee, where seven or more nominations will be required for the five elective positions. The nominating committee shall report the names of its nominees to the Executive Board at least 60 days before the next annual meeting.

Section 3. The slate of nominations for each position together with relevant biographical information shall be presented to the membership at least 30 days before the ballots are due. The officers to be elected shall be chosen by electronic ballot returned to the nominating committee. The ballot shall provide space for a possible write-in candidate for each elective office.

Section 4. When there are two nominees for each position, election of officers shall be determined by a

majority of the votes returned. In case of three or more candidates for an office, a plurality of the votes is sufficient for election.

Section 5. A vacancy in any office, except that of president, shall be filled by an appointment by the president to serve through the fall conference of that calendar year. This person may stand for election to that office if he or she wishes. .

Article VI. Committees

Section 1. The Nominating Committee is a Standing Committee.

Section 2. Ad Hoc and other Standing Committees may be appointed or dissolved by the president with the approval of the Executive Board.

Article VII. Special Interest Groups & Other Group Entities

Section 1. Members wishing to form a new Special Interest Group (SIG) shall propose formation of the new SIG to the Executive Board through a petition. This petition shall contain a minimum of twenty-five signatures of current WATESOL members. The Board shall vote to approve or disapprove formation of the new SIG.

Section 2. Other group entities, such as caucuses, which focus on member identity rather than professional interest, will follow the same processes as SIGs for submission, recognition, and approval by the board, and will be reviewed by the board when their membership becomes fewer than 10, and at that point can be dissolved by vote of the Board.

Section 3. SIG Co-Chairs, Associate Chairs, and leaders of other group entities shall work under the direction of the Board.

Section 4. When membership of a SIG becomes fewer than twenty-five, the Board will review the SIG's status and vote to dissolve the SIG if necessary.

Section 5. Each WATESOL member shall belong only to one SIG, but may simultaneously belong to one or more group entities.

Article VIII. Earnings

Section 1. No part of the net earnings of this Association shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the Association shall be authorized and empowered to pay reasonable sums and distributions in furtherance of the purposes set forth in Article II hereof. No substantial part of the activities of the Association shall include the conduct of propaganda or any attempt to influence legislation, nor shall the Association participate in or intervene in (by publishing or distributing statements) any political campaign on behalf of any candidate for public

office. Notwithstanding any other provision of these articles, the Association shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501 (C) (3) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Revenue Law).

Article IX. Dissolution

Section 1. Upon the dissolution of the Association, the Executive Board shall, after paying or making provision for the payment of all liabilities of the Association, dispose of the assets of the Association, exclusively in a manner compatible with the purposes of the Association, or shall distribute assets to such organization or organizations established and operated exclusively for charitable or educational purposes as shall at the time qualify as an exempt organization under Section 501 (C) (3). In the event of dissolution, all finances or properties of this organization will become sole properties of TESOL or non-profit organizations with like interests.

Article X. Amendments

Section 1. Proposed amendments to this Constitution must first be approved by a majority of members of the Executive Board or submitted to the President in a petition signed by at least 15 members in good standing. Any such proposed amendment shall be distributed to all the members at least 30 days before the amendment is voted on. To become effective, the proposed amendment must be ratified by at least two-thirds of the members in good standing present at a meeting of the Association or by a majority of those members in good standing who respond to an electronic poll.

BYLAWS

Article I. Membership and Dues

Section 1. The membership year shall be on a rolling basis and for one year from date of registration.

Section 2. The annual dues shall be specified by the Executive Board.

Article II. Standard Authority

Section 1. The rules contained in Robert's Rules of Order Revised shall govern the Association in all cases to which they are applicable, and in which they are not inconsistent with the Constitution and Bylaws of the Association.

Article III. Amendments

Section 1. Amendments to the Bylaws may be passed by a two-thirds vote at any regular meeting, provided that notice has been given at a previous meeting or electronically via the listserv at least thirty days before the amendments are voted upon.

Article IV. Purchases

Section 1. Any WATESOL member, including the executive board, shall submit in writing on the appropriate form a request in advance of incurring any expense of \$25 or greater for which they would like to be reimbursed. The president and treasurer will then review the request for approval and notify the member of their decision. The member may then proceed with the purchase if approved. The current version of the request form is available upon request from the treasurer.

Constitution Revised: **October 2015**